

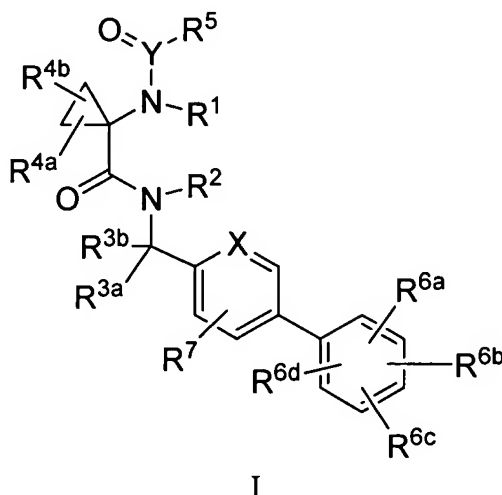


Amendments to the Claims:

This listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims:

1. (currently amended) A compound of formula I and pharmaceutically acceptable salts thereof:



I

wherein

R¹ and R² are independently selected from hydrogen and C₁₋₄ alkyl;

R^{3a} and R^{3b} are independently selected from hydrogen and C₁₋₄ alkyl optionally substituted with 1 to 5 halogen atoms;

R^{4a} and R^{4b} are independently selected from hydrogen, halogen, and C₁₋₄ alkyl optionally substituted with 1 to 4 groups selected from halogen, OR^a, OC(O)R^a, S(O)_kR^d, OS(O)₂R^d, and NR¹R², or

R^{4a} and R^{4b} together with the carbon atom to which they are both attached form an exo-cyclic methylene optionally substituted with 1 to 2 groups selected from C₁₋₄ alkyl optionally substituted with 1-5 halogens and C₁₋₄ alkyloxy;

R⁵ is selected from (1) C₁₋₆ alkyl optionally substituted with 1 to 5 groups independently selected from halogen, nitro, cyano, OR^a, SR^a, COR^a, SO₂R^d, CO₂R^a, OC(O)R^a, NR^bR^c, NR^bC(O)R^a, NR^bC(O)₂R^a, C(O)NR^bR^c, C₃₋₈ cycloalkyl, (2) C₃₋₈ cycloalkyl optionally

substituted with 1 to 5 groups independently selected from halogen, nitro, cyano and phenyl, (3) C₃₋₆ alkynyl, (4) C₂₋₆ alkenyl optionally substituted with hydroxyethyl, (5) (CH₂)_k-aryl optionally substituted with 1 to 3 groups independently selected from halogen, nitro, cyano, OR^a, SR^a, C(O)₂R^a, C₁₋₄ alkyl and C₁₋₃ haloalkyl; (6) (CH₂)_k-heterocycle optionally substituted with 1 to 3 groups independently selected from halogen, nitro, cyano, OR^a, SR^a, C₁₋₄ alkyl and C₁₋₃ haloalkyl wherein said heterocycle is selected from (a) a 5-membered heteroaromatic ring having a ring heteroatom selected from N, O and S, and optionally having up to 3 additional ring nitrogen atoms wherein said ring is optionally benzo-fused; (b) a 6-membered heteroaromatic ring containing from 1 to 3 ring nitrogen atoms and N-oxides thereof, wherein said ring is optionally benzo-fused; and (c) a 5- or 6-membered non-aromatic heterocyclic ring selected from tetrahydrofuranyl, 5-oxotetrahydrofuranyl, 2-oxo-2H-pyran, 6-oxo-1,6-dihydropyridazinyl, (7) C(O)₂R^a, and (8) C(O)NR^bR^c;

~~R^{6a} is selected from (1) OSO₂R⁸, (2) NR^{8a}SO₂R⁹, and (3) C(R^{8b})(R^{8c})SO₂R⁹;~~

R^{6b}, R^{6c}, and R^{6d} are independently selected from (1) hydrogen, (2) halogen, (3) OSO₂R⁸, (4) C₁₋₄ alkyl optionally substituted with 1 to 5 halogen atoms, (5) cyano, (6) nitro, (7) OR^a, and (8) CO₂R^a, or

when attached to adjacent carbon atoms R^{6c} and R^{6d} together with the carbon atoms to which they are attached form a 5- to 8-membered saturated or unsaturated ring;

R⁷ is selected from (1) hydrogen, (2) halogen, (3) cyano, (4) nitro, (5) OR^a, (6) CO₂R^a, (7) C(O)NR^bR^c, and (8) C₁₋₄ alkyl optionally substituted with 1 to 5 halogen atoms,

R⁸ is selected from (1) C₁₋₄ alkyl optionally substituted with 1 to 5 halogen atoms, (2) (CH₂)_k-aryl optionally substituted with 1 to 3 groups independently selected from halogen, nitro, cyano, NR^aC(O)R^a, OR^a, SR^a, CO₂R^a, C₁₋₄ alkyl, C₁₋₃ haloalkyl and NR^bR^c, (3) NR^bR^c, and (4) hydrogen;

~~R^{8a} is selected from hydrogen, C₁₋₄ alkyl optionally substituted with 1 to 5 halogen atoms, halogen, and CO₂R^a, or~~

~~when R^{6a} and R^{6b} are attached to adjacent atoms, R^{8a} and R^{6b} together complete 5- or 6-membered ring;~~

~~R^{8b} and R^{8c} are independently selected from hydrogen, C₁₋₄ alkyl optionally substituted with 1 to 5 halogen atoms, halogen, cyano, nitro, CO₂R^a, and OR^a;~~

~~R⁹ is selected from (1) C₁₋₄ alkyl optionally substituted with 1 to 5 halogen atoms, (2) aryl optionally substituted with 1 to 3 groups independently selected from halogen, nitro, cyano, NR^aC(O)R^a, OR^a, SR^a, CO₂R^a, C₁₋₄ alkyl and C₁₋₃ haloalkyl, and (3) (CH₂)_k aryl optionally substituted with 1 to 3 groups independently selected from halogen, nitro, cyano, NR^aC(O)R^a, OR^a, SR^a, C(O)₂R^a, C₁₋₄ alkyl and C₁₋₃ haloalkyl, or~~

~~R^{8a} and R⁹ together with the atoms to which they are attached form a 5- to 8-membered heterocyclic ring;~~

R^a, R^b and R^c are independently selected from (1) hydrogen, (2) C₁₋₄ alkyl optionally substituted with 1 to 5 halogen atoms, (3) phenyl optionally substituted with 1 to 3 groups selected from halogen, cyano, nitro, OH, C₁₋₄ alkyloxy, C₃₋₆ cycloalkyl and C₁₋₄ alkyl optionally substituted with 1 to 5 halogen atoms, and (4) C₃₋₆ cycloalkyl, or

R^b and R^c together with the nitrogen atom to which they are attached form a 4-, 5-, or 6-membered ring optionally containing an additional heteroatom selected from N, O, and S; or

R^b and R^c together with the nitrogen atom to which they are attached form a cyclic imide;

R^d is selected from (1) C₁₋₄ alkyl optionally substituted with 1 to 5 halogen atoms, (2) C₁₋₄ alkyloxy, (3) phenyl optionally substituted with 1 to 3 groups selected from halogen, cyano, nitro, OH, C₁₋₄ alkyloxy, C₃₋₆ cycloalkyl and C₁₋₄ alkyl optionally substituted with 1 to 5 halogen atoms, and (4) hydrogen;

X is selected from CH and N;

Y is selected from C and S=O; and

k is selected from 0, 1, and 2.

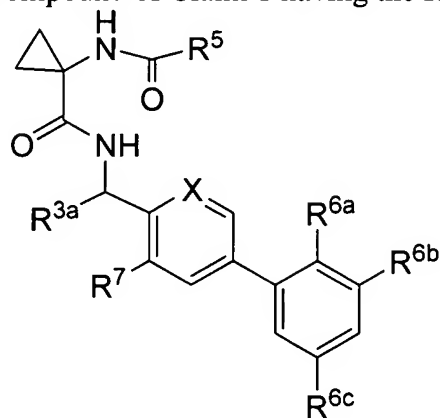
2. (original) A compound of Claim 1 wherein R⁵ is selected from pyrimidinyl and C₁₋₆ alkyl optionally substituted with 1 to 5 groups independently selected from halogen.

3. (original) A compound of Claim 1 wherein Y is C.

4. (currently amended) A compound of Claim 1 ~~wherein R^{6a} is OSO₂R⁸ and R⁸ is selected from 2,2,2-trifluoroethyl, trifluoromethyl, methyl, ethyl, propyl, isopropyl, phenyl, benzyl, and dimethylamino; or R^{6a} is NHSO₂R⁹ and R⁹ is methyl or trifluoromethyl.~~

5. (original) A compound of Claim 1 wherein R^{6b} is selected from hydrogen, fluorine, and chlorine.

6. (original) A compound of Claim 1 having the formula I(2):



I(2)

wherein X is N or CH, R^{3a} is H or C₁₋₄alkyl, R⁷ is hydrogen or halogen, and R⁵, R^{6a}, R^{6b} and R^{6c} have the same definitions as provided in Claim 1.

7. (canceled)

8. (currently amended) A compound of Claim ~~10~~6 wherein R^{6a} is OSO₂R⁸; R⁸ is selected from methyl, trifluoromethyl, ethyl, propyl, isopropyl, benzyl, dimethylamino, 2,2,2-trifluoroethyl, and phenyl; R^{6b} is hydrogen or halogen, and R^{6c} is hydrogen or halogen.

9. (currently amended) A compound of Claim ~~10~~6 wherein R⁵ is pyrimidinyl or C₁₋₄alkyl optionally substituted with 1 to 5 groups independently selected from halogen.

10. (original) A compound selected from
 3,3'-difluoro-4'--{[(1-[(pyrimidin-5-ylcarbonyl)amino]cyclopropyl)carbonyl]amino}methyl}-
 1,1'-biphenyl-2-yl trifluoromethanesulfonate,
 3,3'-difluoro-4'--{(1R)-1-[(1-[(trifluoroacetyl)amino]cyclopropyl)carbonyl]amino}ethyl}-1,1'-
 biphenyl-2-yl trifluoromethanesulfonate,

3,3'-difluoro-4'-((1R)-1-{{1-{{(trifluoromethyl)sulfonyl}amino}cyclopropyl)carbonyl}amino}-ethyl)-1,1'-biphenyl-2-yl trifluoromethanesulfonate,
1-{{(1R)-1-(3,3'-difluoro-2'-{{(trifluoromethyl)sulfonyl}oxy}-1,1'-biphenyl-4-yl)ethyl}amino}-carbonyl)cyclopropanaminium trifluoroacetate,
3,3'-difluoro-4'-{(1R)-1-{{1-{{(trifluoroacetyl)amino}cyclopropyl}carbonyl}amino}ethyl)-1,1'-biphenyl-2-yl methanesulfonate,
5-chloro-3,3'-difluoro-4'-{(1R)-1-{{1-{{(trifluoroacetyl)amino}cyclopropyl}carbonyl}amino}ethyl)-1,1'-biphenyl-2-yl trifluoromethanesulfonate,
3,3'-difluoro-4'-{(1R)-1-{{1-{{(trifluoroacetyl)amino}cyclopropyl}carbonyl}amino}ethyl)-1,1'-biphenyl-2-yl ethanesulfonate,
3,3'-difluoro-4'-{(1R)-1-{{1-{{(trifluoroacetyl)amino}cyclopropyl}carbonyl}amino}ethyl)-1,1'-biphenyl-2-yl propane-1-sulfonate
3,3'-difluoro-4'-{(1R)-1-{{1-{{(trifluoroacetyl)amino}cyclopropyl}carbonyl}amino}ethyl)-1,1'-biphenyl-2-yl propane-2-sulfonate,
3,3'-difluoro-4'-{(1R)-1-{{1-{{(trifluoroacetyl)amino}cyclopropyl}carbonyl}amino}ethyl)-1,1'-biphenyl-2-yl benzenesulfonate,
3,3'-difluoro-4'-{(1R)-1-{{1-{{(trifluoroacetyl)amino}cyclopropyl}carbonyl}amino}ethyl)-1,1'-biphenyl-2-yl phenylmethanesulfonate
3,3'-difluoro-4'-{(1R)-1-{{1-{{(trifluoroacetyl)amino}cyclopropyl}carbonyl}amino}ethyl)-1,1'-biphenyl-2-yl dimethylsulfamate,
3,3'-difluoro-4'-{(1R)-1-{{1-{{(trifluoroacetyl)amino}cyclopropyl}carbonyl}amino}ethyl)-1,1'-biphenyl-2-yl 2,2,2-trifluoroethanesulfonate,
3-chloro-3'-fluoro-4'-{(1R)-1-{{1-{{(trifluoroacetyl)amino}cyclopropyl}carbonyl}amino}ethyl)-1,1'-biphenyl-2-yl trifluoromethanesulfonate,
3'-fluoro-4'-{(1R)-1-{{1-{{(trifluoroacetyl)amino}cyclopropyl}carbonyl}amino}ethyl)-2-{{(trifluoromethyl)sulfonyl}oxy}-1,1'-biphenyl-3-yl trifluoromethanesulfonate,
N-(1-{{(1R)-1-{3,3'-difluoro-2'-[methyl(methylsulfonyl)amino]-1,1'-biphenyl-4-yl}ethyl)-amino}carbonyl}cyclopropyl)pyrimidine-5-carboxamide,
N-(1-{{(3,3'-difluoro-2'-[(methylsulfonyl)amino]-1,1'-biphenyl-4-yl)methyl}amino}carbonyl}-cyclopropyl)pyrimidine-5-carboxamide,

N-{1-[(2'-(1,1-dioxido-1,2-thiazinan-2-yl)-3,3'-difluoro-1,1'-biphenyl-4-yl)methyl]amino}-
carbonylcyclopropyl}pyrimidine-5-carboxamide,
N-[(1R)-1-(3,3'-difluoro-2'-[(trifluoromethyl)sulfonyl]methyl)-1,1'-biphenyl-4-yl)ethyl]-1-
[(trifluoroacetyl)amino]cyclopropanecarboxamide,
N-[(1R)-1-(3,3'-difluoro-2'-[(trifluoromethyl)sulfonyl]amino)-1,1'-biphenyl-4-yl)ethyl]-1-
[(trifluoroacetyl)amino]cyclopropanecarboxamide, and
N-(1-[[[(1R)-1-(3,3'-difluoro-2'-[(methylsulfonyl)amino]-1,1'-biphenyl-4-yl)ethyl]amino]-
carbonyl]cyclopropyl]pyrimidine-5-carboxamide.

11. (original) A pharmaceutical composition comprising a therapeutically effective amount of a compound of Claim 1 and a pharmaceutically acceptable carrier.

12 - 13 (canceled)

14. (new) The compound N-[(1R)-1-(2-fluoro-4-{1-[(trifluoromethyl)sulfonyl]-1,2,3,4-tetrahydroquinolin-8-yl}phenyl)ethyl]-1-[(trifluoroacetyl)amino]cyclopropane-carboxamide.